

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

Adv. Pro. No. 08-01789 (BRL)

SIPA Liquidation

**ORDER OF
DISINTERESTEDNESS OF
TRUSTEE AND COUNSEL
TO TRUSTEE**

AT NEW YORK, NEW YORK, THIS ____ DAY OF _____, 2009.

On _____, 2009, at __ a.m., this Court conducted a hearing on the disinterestedness of Irving H. Picard, Esq., the Trustee ("Trustee") in the above-captioned case, and of Baker & Hostetler LLP, counsel to the Trustee, as required by Section 78eee(b)(6)(B) of the Securities Investor Protection Act of 1970 ("SIPA"), as amended from time to time.

This Court having established that notice of this hearing was mailed at least 10 days prior thereto to (i) each person who, from the books and records of the above-referenced debtor, appears to have been a customer of the debtor with an open account within the past 12 months, to the address of such person as it appears from the books and records of the debtor, (ii) the parties that, from the debtor's books and records, appear to be creditors and stockholders of the debtor, (iii) the Securities Investor Protection Corporation, (iv) the Securities and Exchange Commission, (v) the Internal Revenue Service, (vi) the United States Attorney for the Southern District of New York, and (vi) such other persons that have filed notices of appearance in this case, and such notice was

published on the Trustee's website (www.madofftrustee.com); having established that notice of this hearing by publication in such newspapers of general circulation was effected as previously directed by the Court; having considered the Declaration of Irving H. Picard of Disinterestedness of Trustee and the Declaration of David J. Sheehan of Baker & Hostetler LLP; having received no objections from any party in interest to the retention in office of the Trustee or Baker & Hostetler LLP on the grounds that such persons are not disinterested; and good cause appearing therefor, it is hereby

ORDERED, DECREED, AND ADJUDGED that the Trustee and Baker & Hostetler LLP are disinterested pursuant to the provisions of Section 78eee(b)(6) of SIPA, Bankruptcy Code Section 327(a) and Federal Rule of Bankruptcy Procedure 2014(a).

BURTON R. LIFLAND
UNITED STATES BANKRUPTCY JUDGE